

2014 ANNUAL REPORT ON SUPPLIER DIVERSITY

for ILLINOIS COMMERCE COMMISSION 04/15/2015

220 ILCS 5/5-117
SUPPLIER DIVERSITY GOALS



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I. President's Message

MAKING DIVERSITY & INCLUSION AN INTEGRAL PART OF WHO WE ARE

At Illinois American Water, our greatest assets are our employees, suppliers, and contractors. We see diversity as a vital element to not only our company's success, but that of our entire team.

We encourage, honor, and celebrate diversity in our workforce. We also welcome a variety of suppliers and strive to maintain a diverse list of companies who work with us. In fact, we have implemented a Supplier Diversity Program to better afford smaller organizations and those run by women, minorities, and veterans, the opportunity to supply us with essential products and services.

The Illinois American Water Diversity Program is not a set aside program, but rather promotes qualified suppliers who foster innovation and competitiveness while supporting our local communities' economic development. I am proud of the work our entire team did in 2014, more than doubling our diversity and inclusion efforts of 2013. Our total diverse spend in 2014 was approximately \$6 million. Illinois American Water facilitated the certification of three qualified Illinois diverse vendors, with an additional seven in the certification process – three of which received their certification in the first quarter of 2015.

While our company still has work to do, I am proud to say that diversity and inclusion is more than a core value; it is a competitive advantage. My personal commitment, as well as that of our entire company, is to the full scope of diversity including governance, employment, and procurement/ suppliers. I am proud to present this Supplier Diversity report to the Illinois Commerce Commission which reflects the contributions and achievements of our entire team.

Bruce Hauk

President, Illinois American Water

II. Terms and Definitions

DEFINITIONS OF MINORITY SUPPLIERS

- **2.1.** "Certified" means currently certified as Minority, Women and Disabled Veteran-owned Business Enterprises (MWDVBE) by an authorized certifying body, such as the National Minority Supplier Development Council (NMSDC) or its affiliate regional councils, the Women's Business Enterprise National Council (WBENC) or its affiliate regional councils, the California Public Utility Commission (CPUC) Clearinghouse, or other similar local, state, or federal certifying body.
- **2.2.** "Control" means overall fiscal/legal responsibility and exercising the power to make policy decisions.
- **2.3. "Owned"** means at least fifty-one percent (51%) of the business or, in the case of a publicly owned business, at least fifty-one percent (51%) of the stock is owned by a minority, woman or service-disabled veteran.
- 2.4. "Minority-owned Business Enterprise (MBE)" means business concern in which at least fifty-one percent (51%) of the ownership and control is held by individuals who are members of a minority group and of which at least fifty-one percent (51%) of the net profits accrue to members of a minority group. Such persons include, but are not limited to, Black Americans, Hispanic Americans, Asian Pacific Americans (persons with origins from Japan, China, the Philippines, Vietnam, Korea, Samoa, Guam, the former U.S. Trust Territory of the Pacific Islands (Republic of Palau, the Commonwealth of the Northern Mariana Islands, Republic of the Marshall Islands, Federated States of Micronesia) Laos, Cambodia (Kampuchea), Taiwan, Burma, Thailand, Malaysia, Indonesia, Singapore, Brunei, Macao, Hong Kong, Fiji, Tonga, Kiribati, Tuvalu, or Nauru); Subcontinent Asian Americans (persons with origins from India, Pakistan, Bangladesh, Sri Lanka, Bhutan, the Maldives Islands or Nepal); Native Americans (American Indians, Eskimos, Aleuts, and Native Hawaiians); and members of other groups designated by the U.S. Small Business Administration as minorities.
- **2.5.** "Women-owned Business Enterprise (WBE)" means a business concern which is at least fifty-one percent (51%) owned and controlled by a woman or women; or, in the case of any publicly owned business, at least fifty-one percent (51%) of the stock is owned by a woman or by women. Such women's business enterprise shall further be classified as either minority or non-minority women-owned business, depending upon the greater portion of ownership.
- **2.6. "Veteran-owned Business Enterprise (VBE)"** means a business concern that is at least fifty-one percent (51%) owned and controlled, or in the case of a publicly owned business, at least fifty-one percent (51%) of the stock is owned, by an owner or owners who are veterans of the U.S. military, ground, navel, or air service, who (1) served on active duty for a period of more than one hundred and eighty (180) days and were discharged or released with other than a dishonorable discharge, or (2) were discharged or released from active duty because of a service-connected disability.
- **2.7. "Service-disabled Veteran"** means a veteran, as defined in 38 U.S.C. 101(2), with a disability that is service-connected as defined in 38 U.S.C. 101(16).

II. Terms and Definitions

- **2.8. "Service-disabled Veteran-owned Business Enterprise (SDVBE)"** means a business concern that is (a) at least fifty-one percent (51%) owned by one or more service-disabled veterans or, in the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned by one or more service-disabled veterans, or (b) in the case of a veteran with a permanent and severe disability, the spouse or permanent caregiver of such veteran.
- **2.9 "Historically Underutilized Business (HUB)"** means a business located in a "historically underutilized business zone," owned and controlled by one or more U.S. citizens, and at least 35% of its employees must reside in a HUB Zone. It must appear on the list of Qualified HUBZone Small Business Concerns maintained by the SBA.
- 2.10 "Small Disadvantaged Business (SDB)" means a "for profit" business:
- 1. That qualifies as "small" per the SBA Table of Small Business Size Standards Matched to North American Industry Classification System Codes, and
- 2. that is at least fifty-one percent (51%) unconditionally owned by one or more U.S. citizens who are socially and economically disadvantaged individuals, and
- 3. whose management and daily business operations are controlled by one or more U.S. citizens who are socially and economically disadvantaged individuals, and
- 4. the personal net worth of each individual claiming economic disadvantage is less than \$750,000 (except for tribes, Alaskan Native Corporation-Owned Concerns [ANCs], Community Development Corporation-Owned Concerns [CDCs] and Native Hawaiian Corporation-Owned Concerns [NHOs]).

Note: ANCs, NHOs, or CDCs, must meet the "ownership", "management", and "control" criteria in Title 13 of the Code of Federal Regulations, Part 124.109, 124.110 and 124.111, respectively.

- **2.11 "Small Business 8A (SMB-8A)"** is a designation is given to small companies owned by socially and economically disadvantaged persons, so that they may bid and obtain federal government contracts and other assistance to develop their business. The business owner must be eligible under the same rules and guidelines set down by the federal government.
- **2.12 "Disabled-owned Business (DBE)"** means a business that is usually certified by a federal, state or local government agency as having met all of the government standards that award eligibility, but may include women, minority, disabled and others disadvantaged by as a result of economic disadvantages with respect to education, employment, residence or business location or social disadvantage and lack of business training.

III. Summary of Women-Owned, Minority-Owned, Veteran-Owned, and Small Business Enterprise Goals and Spending in the Previous Calendar Year

MWVSBE Program Reporting - American Water Expenditure and Vendor Utilization Note: All dollar values are in thousands (Scale: \$1=\$1000). Totals and percentages are calculated off of whole numbers, not scaled numbers in tables.

American Water Company Expenditures w/All Suppliers (2014) (DOLLAR AMOUNTS IN THOUSANDS)						
		20% OF	OVERALL			
SPEND CATEGORY		TOTAL		ACTUAL	GOAL	
Overall		\$1,301,135				
	DIRECT	2ND TIER	TOTAL	ACTUAL	GOAL	
MBE	\$20,354	\$1,013	\$21,367	1.64%	10.00%	
WBE	\$59,586	\$4,436	\$64,022	4.92%	3.00%	
VBE	\$13,763	\$1,381	\$15,144	1.16%	5.00%	
SDB	\$161,083	\$5,195	\$166,278	12.78%	2.00%	
Total M/W/VBE/SDB	\$254,786	\$12,025	\$266,811	20.50%		



(A) Company Diversity Procurement Policy

PRACTICE NAME: SUPPLIER DIVERSITY PRACTICE

FUNCTIONAL AREA: OPERATIONS SERVICES SUPPLY CHAIN

PRACTICE NUMBER: ops_spl_pr_08_supplierdiversity_2009_06_16.doc

Purpose

The objective of this Practice is to ensure that qualified diverse suppliers are given the opportunity to compete for business with American Water Works Company, Inc. and its controlled subsidiaries (together "American Water" or the "Company).

Applicability

This Practice supports the Supplier Diversity Policy and Procurement Policy.

Practice

When soliciting suppliers through Competitive Procurement, American Water employees will include qualified diverse suppliers, or document why no qualified diverse suppliers were included in the procurement process. Information on "How to Find a Diverse Supplier" is located on the Company Intranet under Services/Operations Services/Supply Chain/Supplier Diversity.

When a sourcing effort is complete and a contract is awarded to a supplier, the Contract Owner will document their efforts to include a qualified diverse supplier on the "Supplier Diversity Program – Participation Reporting Form" (The form is located on American Water's Intranet).

Supply Chain Department employees, when facilitating a Competitive Procurement event, will be required to include this information in their category strategy documentation. Once Competitive Procurement is completed, the Contract Owner or designee will email the "Supplier Diversity Program – Participation Reporting Form" to AW Supply Chain.

The form will include, and Supply Chain Department will record, the following information:

- Whether or not a diverse supplier was included in the Competitive Procurement.
 - » If no, then include the reasons for not including a diverse supplier (e.g. a qualified diverse supplier was a viable option).
 - » If yes, then include:
 - a. Diversity classification of those diverse suppliers included (e.g. Woman-owned, Minority-owned, Self-Certified Minority-owned);
 - b. Whether or not a contract was awarded to one or more certified diverse suppliers and/or self-certified diverse suppliers.

The Supply Chain Department shall facilitate a cross-functional supplier diversity team with members representing Supply Chain, Engineering, AWE Military Services Group, AWE Contract Operations and other AWE lines of business or operating units as appropriate. The purpose of this team will be to exchange information, discuss best practices, develop implementation strategies for the Company's supplier diversity policy and practice, review the compilation of the Company's supplier diversity metrics, and develop action plans when necessary for remediation and/or improvement.

The Supply Chain Department will provide the following program guidance on supplier diversity issues:

- Provide access to online databases to help American Water to identify diverse suppliers.
- Maintain supplier diversity information on the American Water Intranet site.
- Act as a liaison with industry and trade associations, government agencies, and special emphasis groups to develop and maintain a communication and information system on diverse supplier issues (e.g. benchmarking studies and policy updates).
- Participate in activities that promote supplier development and diversity, such as business forums, workshops, seminars, symposiums, business opportunity fairs and trade shows.
- Maintain a standardized system of tracking diverse suppliers in the company Enterprise Resource Planning (ERP) system.
- Communicate with incumbent suppliers (both diverse and non-diverse) regarding the annual reporting of 2nd tier diverse supplier spending.
- Provide the annual regulated utility commission reports for the states that are required to do so.
- Participate in supplier diversity groups sponsored or supported by state utility regulatory agencies.

Organizational Responsibilities

Supply Chain will facilitate quarterly meetings with the Company's supplier diversity team and manage American Water's Supplier Diversity Program. Contract Owners will ensure that the "Supplier Diversity Program – Participation Reporting Form" is completed upon the award of contracts, or that the required information is provided in the Supply Chain Department's category strategy documentation.

Reporting/Metrics

Supply Chain will run a report each quarter in order to provide information regarding the following:

- 1. Percentage of Competitive Procurement events that included a qualified diverse supplier;
- 2. Percentage per diversity classification (e.g. Woman-owned, Minority-owned, Disabled Veteran-owned) of the included diverse suppliers;
- 3. Percentage of contracts awarded to diverse suppliers;
- 4. American Water's participation in supplier diversity trade show and networking events;
- 5. Monies spent with diverse suppliers by diverse supplier classification.

Please note American Water is currently updating its Diversity Practices.

(B) Schedule of Exclusions

EXCLUSIONS

With the exception of purchased water and power, Illinois American Water includes all categories of products and services allowed to define the overall Procurement Volume.



NEW STERLING DISTRICT
DISTRIBUTION OFFICE
Diversity Subcontractors
on Project:
Scope of Work: Phase 1
Environmental Study
Pangea, Inc (MBE - Hispanic
American - Minority Men)

Environmental Study
Scope of Work: Land Survey
and Civil Site Design
Prairie Engineers of Illinois
(WBE)

(C) Definition of Supply Chain Procurement Categories

SIC CODES AND DEFINITIONS FOR DIVERSITY SPEND BREAKOUT TABLES

Professional Services

6189 Asset-Backed Securities

6199 Finance Services

6200 Security & Commodity Brokers, Dealers, Exchanges & Services

6211 Security Brokers, Dealers & Flotation Companies

6221 Commodity Contracts Brokers & Dealers

6282 Investment Advice

8741 Services - Management Services

8742 Services - Management Consulting Services

Construction

623 Water, Sewer, Pipeline, Comm & Power Line Construction

1700 Construction - Special Trade Contractors

3530 Construction, Mining & Materials Handling Machinery & Equipment

3531 Construction Machinery & Equipment

3559 Special Industry Machinery, NEC

3560 General Industrial Machinery & Equipment

3561 Pumps & Pumping Equipment

Engineering

8711 Services - Engineering Service

Operations & Maintenance (0 & M)

Goods

2800 Chemicals & Allied Products

2890 Miscellaneous Chemical Products

3317 Steel Pipe & Tubes

3320 Iron & Steel Foundries

3452 Bolts, Nuts, Screws, Rivets & Washers

3823 Industrial Instruments For Measurement, Display, and Control

3824 Totalizing Fluid Meters & Counting Devices

Services

1731 Electrical Work

7600 Services - Miscellaneous Repair Services

Fleet

350 Services - Miscellaneous Equipment Rental & Leasing

7359 Services - Equipment Rental & Leasing, NEC

7538 Services - General Automotive Repair

AMERICAN WATER CORPORATE SUPPLIER DIVERSITY

Mission Statement

As we evolve in the way we do business at American Water, supplier diversity is essential to our success. Supplier diversity is one of the many ways that we support the customers and communities that support us and helps small and diverse businesses grow. The strategic partnerships we forge with suppliers not only create a positive impact in our community, but also drive value for our company, today and in the future.

Corporate Website: www.amwater.com/working-with-us/page23545.html

Category	2014 Goals	2015 Goals	2016 Goals
MBE	5.00%	5.50%	5.75%
WBE	2.00%	2.25%	2.50%
VBE	2.00%	2.25%	2.50%
SDB	1.00%	1.00%	1.25%

2014 Short-Term Goals

Illinois American Water will continue to focus on ensuring the inclusion of diverse suppliers in all sourcing opportunities within the organization. In 2014, Illinois American Water Supply Chain developed their 2nd tier program to include subcontracting requirements within all of the bidding activities with Prime suppliers.

Illinois American Water audited the existing supply chain and discovered previously unrecognized MWDVBE suppliers who were not certified, and aided in their certification. The supplier diversity team will continue to support MWDVBE suppliers in Prime and 2nd tier opportunities within our supply chain to develop a strong base of MWDVBE suppliers. American Water strongly encourages its Prime suppliers to provide meaningful contracting opportunities to Minority, Women and Disabled Veteranowned business enterprises. Because we understand the value added by the development of diverse businesses, we promote supplier diversity throughout our existing supply base.

2nd tier supplier diversity spend serves as an enhancement to, and not as a replacement for, existing initiatives aimed at increasing meaningful opportunities for Minority, Women and Service-disabled Veteran-owned business enterprises to participate in American Water's supply chain.

We consider 2nd tier supplier diversity by our Prime suppliers to be an important component of our Supplier Diversity Program. American Water evaluates supplier diversity in its RFP decision matrix, and we ask our Prime suppliers to participate in our Supplier Diversity Program (including reporting on their supplier diversity efforts).

We require our Prime suppliers to report their procurement with diverse suppliers via our quarterly reporting requirement. Prime suppliers participating in the American Water 2nd tier program are required to report their quarterly spending with diverse suppliers by completing a reporting form online. 2nd tier opportunities allow American Water to expand its supply chain opportunities and large Prime suppliers to integrate diverse suppliers into their supply chain. 2nd tier opportunities also provide the potential for diverse suppliers to partner with other diverse suppliers to expand scale and scope.

In 2014, internal training was provided to offer a greater understanding of supplier diversity and the value achieved by Illinois American Water by working with a diverse supply chain which offers innovation, collaboration and cost savings within the supply chain.



2015 Mid- and Long-Term Goals

In 2015, Illinois American Water will continue to enhance reporting capabilities via technology to establish the ability to report spend via SIC codes. During the updated supplier onboarding process the supply chain will have the ability to capture SIC codes and diversity category to ensure accurate data is provided in the annual filings.

Illinois American Water's plan to increase spend with underutilized MWDVBE's includes proper identification of existing suppliers already approved in our database, development of MWDVBE's via mentor protégé programs specifically tied to long-term projects, and year over year increases of MWDVBE spend to achieve diversity mirroring our corporate goals. Identification of 1st and 2nd tier diversity suppliers will be done via the Supplier Diversity questionnaire (see Appendix).

As we continue the growth of the Supplier Diversity program within Illinois American Water, we will roll out the American Water Leading Supplier Academy in the 2nd quarter of 2015.

The Leading Supplier Academy Program will help our major product and service providers increase the utilization of Minority, Women, and Disabled Veteran-owned businesses in their supply chain. This program will assist Prime suppliers in the development and/or enhancement of their own Supplier Diversity program, which enables our vendors to develop new business relationships and stronger business practices. It will also provide and enhance opportunities for Minority, Women, and Veteran-owned businesses to participate in the American Water procurement process through Prime suppliers doing business with American Water.

American Water will provide an opportunity for any product or service provider with contracts totaling at least \$1 million and not currently meeting their 2nd tier commitments to participate in the Leading Supplier Academy.

The overall purpose of this program is to expand and broaden the available opportunities for diverse business enterprises. The Leading Supplier Academy will function in conjunction with American Water's continued efforts to expand and grow our direct supplier procurement.



LEADING SUPPLIER ACADEMY YOH Presentation of AW Staffing Needs November 5, 2014

ILAWC 10-YEAR PLAN

American Water's Supplier Diversity goal is to drive diverse supplier selection strategy while we ensure compliance with Federal Acquisition Requirements, State Law, Company Policy and internal bidding requirements. Diverse Suppliers/Contractors/Engineers shall be technically competent and provide Goods and/or Services that are commercially competitive, and that meet or exceed the form, fit and function desired by American Water. Supplier Diversity is one of the essential keys to American Water's business development.

At American Water, diverse suppliers are those with 51% ownership held by a Minority, Woman, Veteran, Disabled Veteran, Hub Zone or Small Business 8A, which are federally recognized as diverse.

Prior to and in conjunction with Public Act 98-1056, Illinois American Water Company (ILAWC) is committed to supporting Supplier Diversity in the state of Illinois. ILAWC is a Charter Member of the newly organized Illinois Utilities Business Diversity Council, formed by the members of the Illinois Energy Association. The Charter of the Council is to promote diversity among the five major utility companies of Illinois.

The Illinois American Water Company's Supplier Diversity is a commitment to our customers to find and develop qualified diverse suppliers to meet our business needs. The goal is to align our purchasing strategy to reflect our diverse customer base. The Illinois American Water Company's Supplier Diversity is not a set aside program, but rather promotes qualified suppliers who foster innovation and competitiveness while supporting our local communities' economic development.

Supplier Diversity Strategy = Awareness + Opportunity + Access

Additional information on Illinois Supplier Diversity may be found on our website at: www.amwater.com/working-with-us/page23545.html

Our Plan

Years One through Three (2015–2017)

- Established a stretch goal of 10% of qualified spend to "Certified" diverse suppliers. (With the exception of purchased water and power, Illinois American Water includes all categories of products and services allowed to define the overall Procurement Volume.)
- Ensure existing ILAWC Diverse Suppliers in our database are registered through a recognized certifying body (ie. NMSDC, WBNEC, DGS, Illinois State Agencies, etc).
- Charter Member of Illinois Utilities Business Diversity Council.
- 2nd tier growth and development of diverse suppliers.
- Develop Mentor Protégé Program specifically for ILAWC.

Years Four through Six (2018–2020)

- Increase stretch goal to 12.5% of qualified spend.
- Transition of 2nd tier diverse suppliers to 1st tier with proven track record.
- Have best in class Supplier Diversity program for Illinois utility companies.

Years Seven through Ten (2021–2024)

Increase stretch goal to 15% of qualified spend.

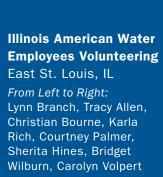
Multi-year Activities

- Promote and support the Diverse Goals and Ideals set forth by the Illinois Commerce Commission.
- Advocate for diverse suppliers reflecting ILAWC customer base.
- Communication within ILAWC of the program and promote organic growth (Internal Champions) within ILAWC.
- Communication with existing and new ILAWC suppliers that diversity is expected to be supported by our Suppliers, Engineers and Contractors.
 - » ILAWC and our Suppliers, Engineers and Contractors must speak with one voice that Diversity is part of American Water's business plan.
 - » Inquire about ownership of our suppliers to determine if they are registered as a diverse supplier. If they are, but aren't registered, facilitate the process.
- Attend Supplier Diversity National Advocacy Programs that support the ILAWC Diversity Program Strategy.
- Host and/or co-host Supplier Diversity Workshops in local Illinois communities.
- Host American Water Leading Supplier Academy (LSA) Workshops.
 - » Pairing best in class diverse suppliers with American Water key suppliers (National & Local).
- Support the goals and objectives of the Illinois Utilities Supplier Diversity Council.

Diverse Spend Measurement Goals

- Utilize 2014 as a base year for diverse spend for ILAWC.
 - Base year percentage: 3.68% (1st, 2nd, indirect spend). Base year percentage will only contain diverse organizations who are certified through recognized certifying agencies such as the National Minority Supplier Development Council (NMSDC) or its affiliate regional councils, the Women's Business Enterprise National Council (WBENC) or its affiliate regional councils, the California Public Utility Commission (CPUC) Clearinghouse, or other similar local, state, or federal certifying body.

- Increase diverse spend by 1% each year over previous year's actuals through year 2024.
 - » Review incremental diverse spend goals after year 3 and year 6, adjust goals and modify plan as appropriate. Note, plan may be modified more frequently due to changes in regulatory requirements.
 - » Review process after year 2024 and modify as needed to meet current federal, state, local and internal requirements.
- Diverse Spend Data Collection
 - » Spend data on 1st tier suppliers is recorded through American Water's Procurement System when a payment is made to the supplier.
 - » Spend data on 2nd tier suppliers is recorded only when the 1st tier supplier reports their respective spend in quarterly updates. In the case of CAPEX, the supplier will report the diverse spend in their final invoice submittal, accompanied by the final Supplier Diversity Questionnaire (see Appendix) for the project.





VI. Areas of Procurement for 2015

Illinois American Water Company will be looking for providers in the following categories in 2015, either as Prime (1st tier) provider or as a subcontractor (2nd tier):

PROFESSIONAL SERVICES

- Engineering Services
- Legal
- **SUBCONTRACTORS**
- Civil
 - » Earthwork and Grading
 - » Yard Piping
 - » Paving
- Fencing
- Landscaping
- Structural Concrete
- Iron Work
- Masonry
- Pre-Engineered Metal Buildings
- Painting & Coatings
- **SUPPLIERS**
- Rock and Sand
- Ready Mix Concrete
- PVC/HDPE Pipe
- DI Pipe

- Material Testing
- IT Services
- Steel Storage Tanks
- Mechanical
 - » Plumbing
 - » HVAC
 - » Process Mechanical
- Electrical
- Traffic Control
- Filter Maintenance
- Media Replacement
- Waste (Residual) Disposal
- Valves
- Pumps
- Mechanical Process Equipment
- Electrical Supplies and Equipment

GENERAL

- Specialty IT Equipment (i.e. instrumentation and office)
- Janitorial Service

- Safety Equipment
- Temporary Utilities/Facilities

FLEET

Vehicles

Specialty Trench Construction Equipment
 (i.e. back hoe)

VII. Challenges Finding Quality Vendors

It is the mission of Illinois American Water to do business with diverse suppliers in the communities we serve to ensure that we provide reciprocal support to our customer base. The implementation of our 2nd tier programs has been a joint effort, which at times became a challenge as we worked to enhance the minority spend within our supply chain.

In 2014, the Supplier Diversity team was in the process of educating and building infrastructure within Supplier Diversity, while implementing the 2nd tier program. The efforts of the Supplier Diversity team and the commitment of leadership have positioned the program for greater success in 2015.

Although we were able to identify quite a few Veteran-owned businesses within our supply chain, the road to certification was not as easy as we had hoped. Most of the Veteran-owned businesses we identified in 2014 are yet to be certified. The internal issues of certifying organizations affected 2014 results, but the joint utilities are working as a community to support suppliers in their certification processes.

As Illinois American Water is spread throughout the state of Illinois, we continue to seek out diverse suppliers within our footprint to provide opportunities within procurement. The Supplier Diversity team is diligently working to educate the diverse supplier population on the opportunities Illinois American Water affords to MWDVBE suppliers and align them with internal partners.

Supplier Diversity challenges are minimal when we are able to connect qualified, certified diverse suppliers to our supply chain to continue with Illinois American Water's commitment to safety, cost efficiency and innovation.

In 2014, as we worked to increase the spend with MWDVBE suppliers, we introduced a high profile supplier to an IT opportunity supporting national network services. The nationally recognized supplier gracefully declined the opportunity to participate in the bid, stating that "they felt that the scope and scale of the RFP was beyond their current capabilities". Although we appreciated the clarity provided regarding the suppliers ability to perform, we would like to note that MWDVBE's periodically decline major opportunities due to the scale of many of the RFP's released by American Water. We are committed to continuing to connect best in class suppliers as we develop our diverse supply base. Therefore, 2nd tier continues to be an opportunity to build the capacity of MWDVBE suppliers within the Illinois American Water supply chain as we develop MWDVBE suppliers to become Prime suppliers within our organization.

VIII. Certifications Accepted

American Water Recognized Certification Agencies

SBA Small Business Administration

Certification Type: Small Business; Small Women-owned Business

Supplier Processing Fee: No fee to vendor

Validation Period: Annually 409 3rd Street, NW Washington, DC 20416 (800) 659-2955

Website: www.sba.gov

Service Disabled Veteran Owned Business Enterprises

Certification Type: Disabled Veteran Business Supplier Processing Fee: No fee to vendor

Validation Period: 3 years

(866) 584-2344 or (202) 303-3260

Website: www.vetbiz.gov

Department of General Services, Procurement Division, Office of Small Business and DVBE Services (OSDS)

Certification Type: For California-based Disabled Veteran Businesses

Supplier Processing Fee: No fee to vendor

Validation Period: Up to 2 years

Office Address: 707 3rd Street, First Floor, Room 400

West Sacramento, CA 95605 Mailing Address: P. O. Box 989052 West Sacramento, CA 95798-9052 (916) 375-4940 or (800) 559-5529 Website: www.eprocure.dgs.ca.gov

State of Washington Department of Veteran Affairs

Certification Type: For Washington-based Disabled Veteran Businesses

Supplier Processing Fee: No fee to vendor

Validation Period: 3 years Address: 1102 Quince St SE Olympia, WA 98504-1155 (800) 562-0132, option '1'

Website: www.dva.wa.gov/BusinessRegistry/default.aspx

FOR DIVERSE MINORITY-AND WOMAN-OWNED BUSINESS ENTERPRISES

CA Public Utility's "Supplier Clearinghouse"

Certification Type: Minority and Women-owned Business

Supplier Processing Fee: No fee to vendor

Validation Period: 3 years

Vendors who are already certified by the NMSDC and/or WBENC will have a shortened Comparable Agency Verification filing process.

Office Address: 606 S. Olive Street, Suite 1120

Los Angeles, CA 90014

(800) 359-7998

Website: www.thesupplierclearinghouse.com

VIII. Certifications Accepted

National Minority Supplier Development Council (NMSDC) - Including all of its affiliated regional councils

Certification Type: Minority-owned Businesses - Regional/National

Supplier Processing Fee: Fee to vendor

Validation Period: 1 year

Address: 1040 Avenue of Americas, 2nd Floor

New York, NY 10018 (212) 944-2430

Website: www.nmsdcus.org

Women's Business Enterprise National Council (WBENC) – Including its regional partner organizations

Certification Type: Women-owned Business Supplier Processing Fee: Fee to vendor

Validation Period: 1 year

Address: 1120 Connecticut Avenue NW, Suite 950

Washington, DC 20036

(202) 872-5515

Website: www.wbenc.org

Illinois American Water Recognized Certification Agencies

Illinois Department of Central Management Services (CMS)

100 W Randolph St., Suite 4-100 Chicago, IL 60601 (312) 814-4190

Website: www2.illinois.gov/cms/business/sell2/bep/Pages/Default.aspx

Illinois Department of Transportation

Bureau of Small Business Enterprises 2300 South Dirksen Parkway, Room 319

Springfield, IL 62764

Website: www.idot.illinois.gov/doing-business/certifications/disadvantaged-business-enterprise-certification/index

Cook County

Office of Contract Compliance Diversity Management System 118 N. Clark Street, Room 1020 Chicago, IL 60602 (312) 603-5502

Website: https://cookcounty.diversitycompliance.com/FrontEnd/StartCertification.asp

City of Chicago

Procurement Services Certification and Contract Compliance 121 North LaSalle St., #403 Chicago, IL 60602

(312) 744-4900

Website: https://chicago.mwdbe.com/FrontEnd/StartCertification.asp?XID=607&TN=chicago

Other Illinois state organizations and municipality certifying agencies on a case by case basis.

IX. Points of Contact

EXECUTIVE OFFICER

Bruce A. Hauk President

Illinois American Water 100 North Water Works Drive Belleville, IL 62223

Office: (618) 239-3247

Email: ilaw.president@amwater.com

ADMINISTRATION

Jerry K. Garland Senior Capital Buyer Illinois American Water 100 North Water Works Drive Belleville, IL 62223

Office: (618) 239-3285

Email: il.supplierdiversity@amwater.com

X. Diversity Success Stories

AMERICAN WATER

Administrative Services:

The Federal Government has declared public water systems, including American Water's, to be critical infrastructure essential to the continued operation of the government and the nation. In addition to our employees, Contractor/Suppliers who have access to American Water's confidential information or sites are required to perform background checks, etc. In 2014, American Water partnered with Aurico Reports, Inc., an Illinois company, to provide this service to our employees. American Water also offers this resource to our suppliers who are looking to outsource this function. Aurico is a VBE. More information on Aurico may be found at: www.aurico.com.

Fleet Purchases:

Through its many divisions, American Water purchases fleet vehicles that support our operations. Our Distribution teams currently utilize Case back hoes (primarily Model 590SN) as an integral part of the fleet. In 2014, American Water's corporate team worked with Case to find a diverse dealership. Yukon Equipment was identified to satisfy this role with our fleet provider, DL Peterson Trust (Element Financial Corporation). Yukon Equipment is a wholly owned subsidiary of the Calista Corporation which is a MBE – Native American. More information on Calista Corporation may be found at: www.calistacorp.com.

X. Diversity Success Stories

ILLINOIS AMERICAN WATER

Construction Services:

In service areas of Northern Illinois where our diverse supplier database was low, we worked with other member utilities of the Illinois Utility Business Diversity Council as well as the IDOT database to identify new opportunities.

Examples are:

- ◆ Petry Kuhne, the lowest bidder on the new Urbana Distribution Center, had zero percent diversity spend. Working with the contractor, we were able to achieve approximately 9% diversity participation (~\$160,000) utilizing Ficek Electric & Communication and MLN Enterprise diverse suppliers. Project to be completed in 2015.
- Northern Illinois Service Company, the lowest bidder on two water main replacement projects in South Beloit, had zero percent diversity spend. Working with the contractor, we were able to achieve approximately 4% diversity participation (~\$33,700) utilizing Sanco Traffic Control, Conin Contractor Services, Raserton and Ellen Catherine Carriage diverse suppliers. Northern Illinois continues to utilize the identified diverse contractors in their future work not only for ILAWC, but other users as well. Both projects were delayed due to weather and will be completed early 2015.
- Oppermann Construction, the lowest bidder on a Water Main Project in Streator, had zero percent diversity. In speaking with the owner of the company, we were made aware that it is a WBE, but had never registered. We worked with the owner and helped to facilitate Oppermann's certification in 2014. Project estimated at \$220,000.

Fleet Purchases:

In 2014, Illinois American Water inquired about diversity status with our current 2nd tier suppliers of DL Peterson Trust (Element Financial Corporation). We identified that two of our major providers are VBEs, and are facilitating their registration process as such:

- Broadway Ford Trucks: \$519,499 of sales
- Truck Centers, Inc.: \$158,614 of sales



X. Diversity Success Stories



Engineering Services:

On June 11–12, 2014, Illinois American Water attended an event hosted by St. Louis Minority Business Council and facilitated by Ameren (Illinois Utility Business Diversity Council). ILAWC identified six potential firms during the event. These firms were reviewed through our Supplier Pre-Qualification process and we have begun working with four of the firms:

- Access Engineering (WBE) for pending 2015 work
- Lion CSG LLC (WBE) for pending 2015 work
- Saber Surveying, Inc. (MBE African American) for pending 2015 work
- TSI Engineering (MBE African American and DBE)



XI. Illinois Commerce Commission Website

Pursuant to Section 5-117 of the Public Utilities Act (220 ILCS 5/5-117), Illinois American Water Company hereby submits to the Illinois Commerce Commission its 2014 Annual Supplier Diversity Report. The Commission shall publish the report on its website and shall maintain the report for at least five years.

Section 5-117 reports are due annually on April 15th, beginning in 2015. Section 5-117 also requires the ICC and participating utilities to hold an Annual Policy Meeting that is open to the public on the subject of supplier diversity. The policy meeting will follow submission of the April 15th reports.

The 2015 Annual Policy Meeting will be held at 1:00pm on June 11, 2015 at the Illinois Commerce Commission, State of Illinois Building at 160 North LaSalle Street, Chicago, IL 60601.

For more information on Illinois American Water Company's Annual Supplier Diversity Reports, please visit the ICC Supplier Diversity webpage at http://www.icc.illinois.gov/filings/mwvs/default.aspx.



Regulated Entity "Company" Information

Illinois-American Water Company 100 North Water Works Drive Belleville, IL 62223

Contact Person:

Bruce A. Hauk President (618) 239-3247 ilaw.president@amwater.com

MWVSBE Program Reporting - American Water Expenditure and Vendor Utilization Note: All dollar values are in thousands (Scale: \$1=\$1000). Totals and percentages are calculated off of whole numbers, not scaled numbers in tables.

Diverse Spend Data Collection

- Spend data on 1st tier suppliers is recorded through American Water's Procurement System when a payment is made to the supplier.
- Spend data on 2nd tier suppliers is recorded only when the 1st tier supplier reports their respective spend either in quarterly updates. In the case of CAPEX, the supplier will report the diverse spend in their final invoice submittal, accompanied by the final Supplier Diversity Questionnaire (see Appendix) for the project.

American Water Company Expenditures w/All Suppliers (2014) (DOLLAR AMOUNTS IN THOUSANDS)						
				20% OF	OVERALL	
SPEND CATEGORY		TOTAL		ACTUAL	GOAL	
Overall		\$1,301,135				
	DIRECT	2ND TIER	TOTAL	ACTUAL	GOAL	
MBE	\$20,354	\$1,013	\$21,367	1.64%	10.00%	
WBE	\$59,586	\$4,436	\$64,022	4.92%	3.00%	
VBE	\$13,763	\$1,381	\$15,144	1.16%	5.00%	
SDB	\$161,083	\$5,195	\$166,278	12.78%	2.00%	
Total M/W/VBE/SDB	\$254,786	\$12,025	\$266,811	20.50%		

American Water Company Expenditures w/All Certified Suppliers (2014) (DOLLAR AMOUNTS IN THOUSANDS)						
					OVERALL	
SPEND CATEGORY		TOTAL		ACTUAL	GOAL	
Overall		\$1,301,135				
	DIRECT	2ND TIER	TOTAL	ACTUAL	GOAL	
MBE	\$20,295	\$1,013	\$21,308	1.64%	10.00%	
WBE	\$40,739	\$4,436	\$45,175	3.47%	2.50%	
VBE	\$5,582	\$703	\$6,285	0.48%	3.50%	
SDB	\$101,226	\$5,195	\$106,421	8.18%	2.00%	
Total M/W/VBE/SDB	\$167,842	\$11,347	\$179,189	13.77%		

Illinois American Water Company Overall Spend Report (DOLLAR AMOUNTS IN THOUSANDS)					
10% OF OVERALL					
SPEND CATEGORY	TOTAL	ACTUAL	GOAL		
Total Company Spend	\$91,082				
Total Diverse Spend	\$6,209	6.82%	10.00%		
Total Certified Diverse Spend	\$3,341	3.68%*	10.00%		

^{*}Baseline percentage for Illinois American Water Company 10-Year Plan.

Illinois American Water Company Expenditures w/All Suppliers (2014) (DOLLAR AMOUNTS IN THOUSANDS)					
10% OF OVERALL					
SPEND CATEGORY		TOTAL		ACTUAL	GOAL
Overall		\$91,082			
	DIRECT	2ND TIER	TOTAL	ACTUAL	GOAL
MBE	\$242	\$221	\$463	0.51%	5.00%
WBE	\$1,434	\$839	\$2,273	2.50%	2.00%
VBE	\$1,175	\$700	\$1,876	2.06%	2.00%
SDB	\$1,399	\$198	\$1,597	1.75%	1.00%
Total M/W/VBE/SDB	\$4,250	\$1,958	\$6,209	6.82%	

The data provided above includes Direct and 2nd Tier Spend.

Illinois American Water Company Expenditures w/All Certified Suppliers (2014) (DOLLAR AMOUNTS IN THOUSANDS)						
				10% OF	OVERALL	
SPEND CATEGORY		TOTAL		ACTUAL	GOAL	
Overall		\$91,082				
	DIRECT	2ND TIER	TOTAL	ACTUAL	GOAL	
МВЕ	\$242	\$221	\$463	0.51%	5.00%	
WBE	\$771	\$839	\$1,610	1.77%	2.00%	
VBE	\$1	\$22	\$23	0.03%	2.00%	
SDB	\$1,047	\$198	\$1,245	1.37%	1.00%	
Total M/W/VBE/SDB	\$2,061	\$1,280	\$3,341	3.68%		

Illinois American Water Company Expenditures w/Illinois-based Suppliers (DOLLAR AMOUNTS IN THOUSANDS)						
10% OF OVERALL						
SPEND CATEGORY		TOTAL		ACTUAL*	GOAL	
Overall		\$91,082*				
	DIRECT	2ND TIER	TOTAL	ACTUAL	GOAL	
MBE	\$239	\$0	\$239	0.26%	5.00%	
WBE	\$969	\$0	\$969	1.06%	2.00%	
VBE	\$0	\$159	\$159	0.17%	2.00%	
SDB	\$754	\$0	\$754	0.83%	1.00%	
Total M/W/VBE/SDB	\$1,962	\$159	\$2,121	2.32%		

^{*}Amount reflects total spend for Illinois American Water. American Water is currently developing a matrix to calculate overall Illinois-based supplier spend.

NOTE: Illinois actual % is expressed as a % of total spend with Illinois-based suppliers.

Illinois American Water Company Expenditures w/Illinois-based Certified Suppliers (DOLLAR AMOUNTS IN THOUSANDS)					
				10% OF	OVERALL
SPEND CATEGORY		TOTAL		ACTUAL*	GOAL
Overall		\$91,082*			
	DIRECT	2ND TIER	TOTAL	ACTUAL	GOAL
MBE	\$239	\$0	\$239	0.26%	5.00%
WBE	\$306	\$0	\$306	0.34%	2.00%
VBE	\$ O	\$0	\$ O	0.00%	2.00%
SDB	\$417	\$0	\$417	0.46%	1.00%
Total M/W/VBE/SDB	\$962	\$0	\$962	1.06%	

^{*}Amount reflects total spend for Illinois American Water. American Water is currently developing a matrix to calculate overall Illinois-based supplier spend.

NOTE: Illinois actual % is expressed as a % of total spend with Illinois-based suppliers.

MWVSBE Program Reporting - M/W/VBE/SMB Spend by Product/Service Category (Non-auditable Data)

(DOLLAR AMOUNTS IN THOUSANDS)

Minority Business Enterprises (MBE) - All			
PRODUCT/SERVICE DESCRIPTION			
Construction	\$302		
Engineering	\$156		
Professional Services \$5			
Total MBE Spend	\$463		

Minority Business Enterprises (MBE) - Certified		
PRODUCT/SERVICE DESCRIPTION	l	
Construction	\$302	
Engineering	\$156	
Professional Services	\$5	
Total MBE Spend	\$463	

Women Business Enterprises (WBE) - All		
PRODUCT/SERVICE DESCRIPTION		
Construction	\$1,595	
Engineering	\$189	
0 & M	\$145	
0 & M Services	\$134	
Professional Services	\$210	
Total WBE Spend	\$2,273	

Women Business Enterprises (WBE) - Certified		
PRODUCT/SERVICE DESCRIPTION		
Construction	\$935	
Engineering	\$189	
0 & M	\$141	
0 & M Services	\$134	
Professional Services	\$210	
Total WBE Spend	\$1,609	

Veteran Business Enterprises (VBE) - All		
PRODUCT/SERVICE DESCRIPTION		
Construction	\$11	
Fleet	\$690	
0 & M	\$1,174	
Total VBE Spend	\$1,875	

Veteran Business Enterprises (VBE) - Certified		
PRODUCT/SERVICE DESCRIPTION		
Construction	\$ 11	
Fleet	\$ 12	
Total VBE Spend	\$ 23	

Small Disadvantaged Businesses (SDB) - All		
PRODUCT/SERVICE DESCRIPTION		
Construction	\$167	
Engineering	\$642	
Fleet	\$220	
0 & M	\$546	
Professional Services	\$22	
Total SDB Spend	\$1,597	

Small Disadvantaged Businesses (SDB) - Certified		
PRODUCT/SERVICE DESCRIPTION		
Construction	\$167	
Engineering	\$642	
Fleet	\$220	
0 & M	\$200	
Professional Services	\$15	
Total SDB Spend	\$1,244	



SUPPLIER DIVERSITY QUESTIONNAIRE

Note: Required for submission with all responses to Requests for Proposals, quarterly reports and with final payment application (with actuals)

Date Company Name Name of Project Contract # Task Order #	Signature Print Name Telephone Email Purchase Order	
Indicate submittal type (RFP, Quarterly or Final)		

1. Is your business a certified diverse supplier? Y or N If yes, please provide copy of certification(s) with your bid response

2. Do you have a Supplier Diversity Program for sub contractors? Y or N

If, yes, please provide and attach a brief summary of your program including 2nd tier subcontracting reporting and tracking processes. If no, please proceed to question #3.

3. In review of the Scope of Work as presented in this RFP, do you intend to utilize diverse suppliers for sub-contracting on this project?

If yes, please complete the information below and submit with your bid response. Copy of Diversity Certificate required for each Subcontractor.

Name of Subcontractor	Scope of Work to be Performed	Amount of Spend Anticipated or Final (Circle one)	Certified Diversity Classification	Principal Male or Female
	·			

PLEASE BE SURE TO RETURN THIS FORM WITH YOUR BID RESPONSE

Rev: March 24, 2015



Women Business Enterprise National Council (WBENC) – This organization provides certification to Women Owned Business. There is an annual cost for certification. Please visit: **www.wbenc.org** for access to a database of diverse suppliers.

Department of General Services – This resource center certifies Disabled Veteran Owned Business Enterprises (DVBE). There is no cost for this certification. Please visit: Website: http://www.vetbiz.gov/

National Minority Supplier Diversity Council – This organization provides certification to all minority owned companies. With regional networks across the nation, there may be a local council that can assist in provided diverse supplier information. There is an annual cost for certification. Please Visit: www.nmsdc.org for access to a database of diverse suppliers.

The Supplier Clearing House – This organization provides certification for all categories, except Disabled and Veteran owned business, at no cost. Please visit: http://thesupplierclearinghouse.com/verification_eligibility.php to start the certification process.

Additional Resources:

City/State Chambers of Commerce Diverse Professional Trade Associations
Small Business Administration (certifies Small Business, Small Women Owned Business) – https://www.sba.gov/

Regional Service Disabled Veteran Owned Business SDVOB) Elite Networks – www.elitesdvob.org

Illinois American Water's Supplier Diversity and Supply Chain professionals are available to assist with any related questions or concerns:

Illinois-American Diversity Reporting

ILAWC Email: il.supplierdiversity@amwater.com

Illinois-American Diversity Reporting c/o Jerry Garland Alternate Email: 100 N. Water Works Drive Belleville, IL 62223

supplierdiversity@amwater.com

<u>Diversity Classifications:</u> "Certified" means currently certified by an authorized certifying body. "Owned" means at least fifty-one percent (51%) of the business.

DBE - Disable Owned Business	HUB – Historically Underutilized Business
MBE-AF - Minority Owned Business African American	SDB – Small Disadvantage Business
MBE-AP - Minority Owned Business Asian Pacific	SMB – Small Business
MBE-H - Minority Owned Business Hispanic	SMB-8A - Small Business 8A
MBE-NA - Minority Owned Business Native American	WBE - Woman Owned Business
SDVBE - Service-disabled Veteran Owned Business	
VBE - Veteran Owned Business	

Rev: March 24, 2015

Jerry Garland Administrator, Supplier Diversity

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